

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS, EASTERN DIVISION**

**THE BOILING POINT, INC. d/b/a/
PEPPERCORNS KITCHEN,**

Plaintiff,

v.

**NAN LUO aka "JUDY LUO" and FANYUAN
INVESTMENT MANAGEMENT, LLC. d/b/a
PEPPERCORNS KITCHEN,**

Defendants.

Case No.

Jury Trial Demanded

DECLARATION OF LILI MA

Pursuant to 28 U.S.C. §1746, I, Lili Ma, under penalty of perjury, depose and declare:

1. I am one of the original and current shareholders of The Boling Point, Inc. I have personal knowledge of the facts contained herein.
2. I, along with Chef and original/current shareholder Wei Xiong, originally conceived of opening a restaurant and brought on shareholder Li Peng Zeng to spearhead construction, who in turn brought on Nan Luo as a silent investor.
3. In August of 2015, I met with Kee Chan of Keyconcept Design. During this meeting, Mr. Chan suggested that The Boiling Point, Inc. use the name "Peppercorns" as the name of the restaurant, since the ingredient was emblematic of the food restaurant planned to offer.
4. I was in charge of branding, menu construction, and website design for the The Boiling Point, Inc. I created the name "Peppercorns Kitchen" in English lettering and then added the Chinese characters after a brief group discussion among the shareholders.
5. In June of 2015, I hired my friend Shupeng Zhang to create the name in Chinese characterizing using his own original calligraphy.
6. In September of 2015, I worked with Keyconcept Design to design the food menu and worked with Wei Xiong to translate the menu into English. At that same time, Keyconcept Design also drafted and sent me design plans for the restaurant sign, exterior, and overall design.

7. The Boiling Point, Inc. shareholders originally conceived of opening two locations, one in Illinois and one in Indiana (and possibly expanding two more locations and states in the future) but ultimately chose to focus on just the Illinois location after they could not agree on a business plan, funding source, and management arrangement.

8. In June of 2016, the shareholders bought out Nan Luo's shares in order to remove her from the company. I specifically recall sever shareholders objecting to Nan Luo operating her Indiana copyright restaurant.

9. To the best of my knowledge, no shareholder ever gave Nan Luo any permission, endorsement, or encouragement to open the Indiana location or use The Boiling Point, Inc.'s intellectual property and idea.

10. Multiple Peppercorns Kitchen customers have contacted me believing that the Westmont, Illinois Peppercorns Kitchen is affiliated with the original and lawful Evanston, Illinois Peppercorns Kitchen. They complain that the food and service at the Westmont and West Lafayette "Peppercorns" Kitchen is substandard.

11. A consumer personally told me that Nan Luo represented to him that the Westmont, Illinois location is a second location of the Evanston location.

12. The Boiling Point, Inc. articles of incorporation contained in Exhibit 1 is a true, accurate, and complete copy.

13. The 2015 email from me to Keyconcept Design contained in Exhibit 2 is a true, accurate, and complete copy.

14. The 2015 email from Keyconcept Design to me contained in Exhibit 3 is a true, accurate, and complete copy.

15. The Facebook® screenshot, website screenshot, and Instagram® screenshot contained in Exhibits 4-6 are true, accurate, and complete copies.

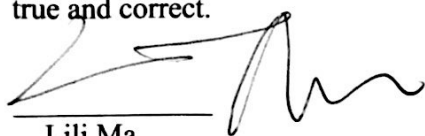
16. The photographs contained in Combined Exhibit 7 are true, accurate, and complete copies.

17. The City of Evanston license contained in Exhibit 8 is a true, accurate, and complete copy.


18. The photographs of award plaques contained Exhibits 9-10 are true, accurate, and complete reproductions of the actual physical plaques.

19. The agreement contained in Exhibit 11 is a true, accurate, and complete copy.

I declare under penalty of perjury and upon personal knowledge that the foregoing is true and correct.



Lili Ma



Date